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**Registered Office:** Second Floor, M E S Building, Kaloor, Kochi, Ernakulam, Kerala, India - 682017  
**Tel:** 0484 6714800, **Fax:** 0484 6714820, **Email:** [inditrade@inditrade.com](mailto:inditrade@inditrade.com)  
**CIN:** L67120KL1994PLC008265

26<sup>th</sup> July, 2019

The Manager,  
Dept. of Corporate Services,  
BSE Limited,  
1<sup>st</sup> Floor, Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai - 400001.

**Scrip Code: 532745**

Dear Sir,

**Sub : Voting Results of 25<sup>th</sup> Annual General Meeting**  
**Ref : Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Pursuant to Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the details of consolidated voting results on the business transacted at the 25<sup>th</sup> Annual General Meeting, in the prescribed format along with scrutinizer's report on e-voting and voting through poll at the Annual General Meeting.

Thanking You,

Yours truly,

For Inditrade Capital Limited

MOHAN  
VINOD

Digitally signed by MOHAN VINOD  
Date: 2019.07.26 11:55:40  
+05'30'

**Vinod Mohan**  
**Company Secretary and Compliance Officer**

Enclosed:A/a

Voting Results								
Date of the Annual General Meeting			25th July, 2019					
Total number of shareholders on record date			5117					
Number of shareholders present in the meeting either in person or through proxy			39					
Promoters and Promoter Group			3					
Public			36					
Number of Shareholders attended the meeting through Video Conferencing			NIL					
Promoters and Promoter Group:			NIL					
Public:			NIL					
Resolution 1			Adoption of Audited Financial Statements of the Company both Standalone and Consolidated for the year ended 31st March 2019 together with the Reports of the Board of Directors and Auditors thereon.					
Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/ resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		0	0.00	0	0	0.00	0.00
	Poll	16,760,440	16,760,440	100.00	16,760,440	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		16,760,440	100.00	16,760,440	0	100.00	0.00
Public - Institutions	E-Voting		0	0.00	0	0	0.00	0.00
	Poll	43,269	0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting		12	0.00	12	0	100.00	0.00
	Poll	6,549,917	502,084	7.67	502,084	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		502,096	7.67	502,096	0	100.00	0.00
Total		23,353,626	17,262,536	73.92	17,262,536	0	100.00	0.00

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Resolution 2									
To declare dividend of Re.1/- per Equity Share of Rs.10/- each for the financial year ended 31st March, 2019.									
Resolution required: (Ordinary/ Special)									
Whether promoter/ promoter group are interested in the agenda/resolution?									
			No						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-Voting		0	0.00	0	0	0.00	0.00	
	Poll		16,760,440	100.00	16,760,440	0	100.00	0.00	
	Postal Ballot		0	0.00	0	0	0.00	0.00	
	Total		16,760,440	100.00	16,760,440	0	100.00	0.00	
Public - Institutions	E-Voting		0	0.00	0	0	0.00	0.00	
	Poll		0	0.00	0	0	0.00	0.00	
	Postal Ballot		0	0.00	0	0	0.00	0.00	
	Total	43,269	0	0.00	0	0	0.00	0.00	
Public- Non Institutions	E-Voting		12	0.00	12	0	100.00	0.00	
	Poll		502,084	7.67	502,084	0	100.00	0.00	
	Postal Ballot		0	0.00	0	0	0.00	0.00	
	Total	6,549,917	502,096	7.67	502,096	0	100.00	0.00	
Total		23,353,626	17,262,536	73.92	17,262,536	0	100.00	0.00	

  

Resolution 3									
Re-appointment of Mrs. Jhuma Guha (DIN: 00007454) as a Director liable to retire by rotation.									
Resolution required: (Ordinary/ Special)									
Whether promoter/ promoter group are interested in the agenda/resolution?									
			No						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-Voting		0	0.00	0	0	0.00	0.00	
	Poll		16,760,440	100.00	16,760,440	0	100.00	0.00	
	Postal Ballot		0	0.00	0	0	0.00	0.00	
	Total		16,760,440	100.00	16,760,440	0	100.00	0.00	
Public - Institutions	E-Voting		0	0.00	0	0	0.00	0.00	
	Poll		0	0.00	0	0	0.00	0.00	
	Postal Ballot		0	0.00	0	0	0.00	0.00	
	Total	43,269	0	0.00	0	0	0.00	0.00	
Public- Non Institutions	E-Voting		12	0.00	12	0	100.00	0.00	
	Poll		502,084	7.67	502,084	0	100.00	0.00	
	Postal Ballot		0	0.00	0	0	0.00	0.00	
	Total	6,549,917	502,096	7.67	502,096	0	100.00	0.00	
Total		23,353,626	17,262,536	73.92	17,262,536	0	100.00	0.00	

Resolution 4		Appointment of Mr. Sivanandhan Dhanushkodi (DIN: 03607203) as an Independent Director						
Resolution required: (Ordinary/ Special)		Ordinary Resolution						
Whether promoter/ promoter group are interested in the agenda/ resolution?		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		0	0.00	0	0	0.00	0.00
	Poll		16,760,440	100.00	16,760,440	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		16,760,440	100.00	16,760,440	0	100.00	0.00
Public - Institutions	E-Voting		0	0.00	0	0	0.00	0.00
	Poll	43,269	0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting		12	0.00	12	0	100.00	0.00
	Poll		502,084	7.67	502,084	0	100.00	0.00
	Postal Ballot	6,549,917	0	0.00	0	0	0.00	0.00
	Total		502,096	7.67	502,096	0	100.00	0.00
Total		23,353,626	17,262,536	73.92	17,262,536	0	100.00	0.00

Resolution 5		Approval for Related Party Transactions						
Resolution required: (Ordinary/ Special)		Ordinary Resolution						
Whether promoter/ promoter group are interested in the agenda/ resolution?		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		0	0.00	0	0	0.00	0.00
	Poll	16,760,440	16,760,440	100.00	16,760,440	0	100.00	0.00
	Postal Ballot		0	0	0.00	0.00		
	Total		16,760,440	100.00	16,760,440	0	100.00	
Public - Institutions	E-Voting		0	0.00	0	0	0.00	0.00
	Poll	43,269	0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0	0.00	0.00		
	Total		0	0.00	0	0	0.00	
Public- Non Institutions	E-Voting		12	0.00	12	0	100.00	0.00
	Poll	6,549,917	502,084	7.67	502,084	0	100.00	0.00
	Postal Ballot		0	0	0.00	0.00		
	Total		502,096	7.67	502,096	0	100.00	
Total		23,353,626	17,262,536	73.92	17,262,536	0	100.00	0.00

The shareholders have considered and approved all the resolutions as set out in the Notice dated 31st May 2019 with requisite majority through e-voting and voting at the AGM venue.



65 / 2364A

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Kochi, Ernakulam - 682 017

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**Form No. MGT-13**  
**Report of Scrutinizer**

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies  
(Management and Administration) Rules, 2014]

To

Mr. Brij Gopal Daga  
Chairman  
INDITRADE CAPITAL LIMITED  
Second Floor, M E S Building  
Kaloor, Kochi  
Ernakulam, Kerala- 682017

25<sup>th</sup> Annual General Meeting of the equity shareholders of INDITRADE CAPITAL LIMITED held on Thursday, the 25<sup>th</sup> day of July 2019 at 10.30 A.M. at "The Renai Cochin", P.B. Number 2310, Edappally - Palarivattom Road, Palarivattom, Kochi, Kerala - 682025

Dear Sir,

We, SVJS & Associates, Company Secretaries, 65/2364 A, Ponoth Road, Kaloor, Kochi, Ernakulam, Kerala- 682017 represented by CS. Sreekumar P.S., Partner, holding Membership No. FCS: 8130, Certificate of Practice No: 8067, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions, at the 25<sup>th</sup> Annual General Meeting of the equity shareholders of **INDITRADE CAPITAL LIMITED (CIN: L67120KL1994PLC008265)**, held on Thursday, the 25<sup>th</sup> day of July 2019 at 10.30 A.M. at "The Renai Cochin", P.B. Number 2310, Edappally - Palarivattom Road, Palarivattom, Kochi, Kerala - 682025, submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, 1 (One) ballot box kept for polling was locked in our presence with due identification marks placed by us.
2. The locked ballot box was subsequently opened in our presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. The poll papers, which were incomplete and/or otherwise found defective have been treated as invalid and kept separately.



4. The result of the Poll is as under:

**(a) RESOLUTION 1:**

**Adoption of Audited Financial Statements of the Company, both Standalone and Consolidated, for the year ended 31<sup>st</sup> March 2019 together with the Reports of the Board of Directors and Auditors thereon.**

(i) Voted **in favor** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
19	17,262,524	100%

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0%

(iii) **Invalid** Votes:

Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them
2	2,650

**(b) RESOLUTION 2:**

**To declare dividend of Re. 1/- per Equity Share of Rs. 10/- each for the financial year ended 31<sup>st</sup> March, 2019.**

(i) Voted **in favor** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
19	17,262,524	100%

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0%

(iii) **Invalid** Votes:

Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them
2	2,650





**(c) RESOLUTION 3:**

**Re-appointment of Mrs. Jhuma Guha (DIN: 00007454) as a Director liable to retire by rotation.**

(i) Voted **in favor** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
19	17,262,524	100%

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0%

(iii) **Invalid** Votes:

Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them
2	2,650

**(d) RESOLUTION 4:**

**Appointment of Mr. Sivanandhan Dhanushkodi (DIN: 03607203) as an Independent Director of the Company.**

(i) Voted **in favor** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
19	17,262,524	100%

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0%

(iii) **Invalid** Votes

Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them
2	2,650



(e) **RESOLUTION 5:**

**Approval for Related Party Transactions.**

(i) Voted **in favor** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
19	17,262,524	100%

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0%

(iii) **Invalid** Votes:

Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them
2	2,650

5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.
7. All resolutions stand passed under the poll as Ordinary Resolutions with requisite majority as specified under the Companies Act, 2013.

Thanking You

Yours faithfully

  
CS SREEKUMAR P. S.  
FCS 8130 CP 8067  
PARTNER  
SVJS & Associates, Company Secretaries  
65/2364A, Ponoth Road, Kaloor  
Kochi, Ernakulam - 682 017, Kerala



Kochi  
25/07/2019

65 / 2364A

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Kochi, Ernakulam - 682 017

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25/07/2019

To

Mr. Brij Gopal Daga  
Chairman  
INDITRADE CAPITAL LIMITED  
Second Floor, M E S Building  
Kaloor, Kochi  
Ernakulam, Kerala- 682017

Sir,

**Sub: Report of the Scrutinizer on Remote Electronic Voting**

We, SVJS & Associates, Company Secretaries, 65/2364 A, Ponoth Road, Kaloor, Kochi, Ernakulam, Kerala- 682017 represented by CS. Sreekumar P.S., Partner, holding Membership No. FCS: 8130, Certificate of Practice No: 8067, have been appointed by the Board of Directors of **INDITRADE CAPITAL LIMITED (CIN: L67120KL1994PLC008265)** having registered office at Second Floor, M E S Building, Kaloor, Kochi, Ernakulam, Kerala- 682017, as the Scrutinizer for the Remote Electronic Voting of the resolutions included in the notice calling the 25<sup>th</sup> Annual General Meeting of the Company held on Thursday, the 25<sup>th</sup> day of July 2019.

The Company has appointed Central Depository Services (India) Limited (CDSL) as the Service Provider, for extending the facility for the Remote Electronic Voting to the shareholders of the Company. Bigshare Services Private Limited is the Registrar and Share Transfer Agent of the Company.

As the Scrutinizer, we report that, in compliance of the provisions of Rule 20 (4) (vi) of the Companies (Management and Administration) Rules 2014, as amended, the above Remote



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